

United States Bankruptcy Court

Southern District of New York

In re **Lehman Brothers OTC Derivatives Inc.**, Case Nos. **08-13555**  
**Jointly Administered**

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Merrill Lynch Credit Products, LLC

Bankinter Gestión De Activos, S.A.  
S.G.I.C. and Bankinter S.A.

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Name of Transferee

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Name of Transferor

Court Claim #: 28150  
Allowed Claim Amount: \$2,541,647.36  
Proof of Claim Amount: \$2,747,331.28

**This Transfer of Claim is in the amount of the Proof of Claim Amount, which has been allowed in the amount of the Allowed Claim Amount.**

Name and Address where notices to Transferee should be sent:

Merrill Lynch Credit Products, LLC  
Bank of America Tower- 3<sup>rd</sup> Floor  
One Bryant Park  
New York, New York 10036  
Attn: Jeffrey Benesh and Gary S. Cohen  
Tel: 646-855-7450  
Email: jeffrey.benesh@bamll.com / g.cohen@bamll.com

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:    
Name: Ronald Toren  
Title: Vice President

Date: October 11, 2011

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

Bankinter Gestión De Activos, S.A. S.G.I.I.C. and Bankinter S.A. (collectively, "Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to Merrill Lynch Credit Products, LLC, its successors and assigns ("Buyer"), all rights, title and interest in and to the claims as further set forth below of Seller against **Lehman Brothers OTC Derivatives Inc.** (the "Claims") in the aggregate allowed amount of **\$15,189,677.31**, in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP).

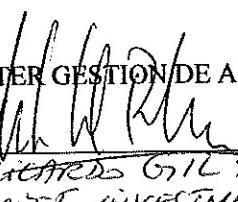
<u>LBOTC Claim Number</u>	<u>Allowed LBOTC Claim Amount</u>
28147	\$1,298,418.78
28152	\$307,265.46
28150	\$2,541,647.36
28149	\$6,513,437.15
28154	\$4,528,908.56

Total Claim Amount:  
**\$15,189,677.31**

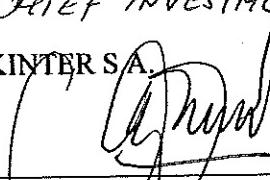
Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claims. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claims to Buyer.

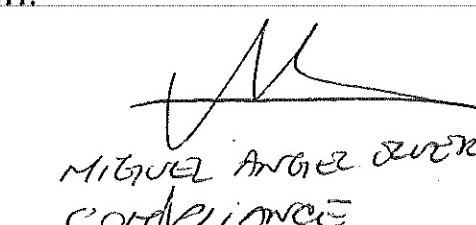
IN WITNESS WHEREOF, the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representatives as of the 30 day of September, 2011.

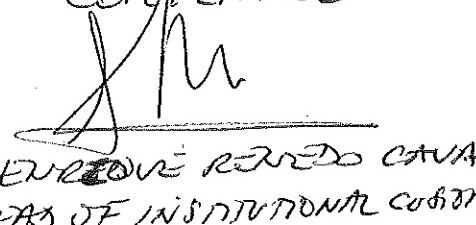
BANKINTER GESTIÓN DE ACTIVOS, S.A. S.G.I.I.C.

By:   
Name: RICARDO GIL MARCON  
Title: CHIEF INVESTMENT OFFICER

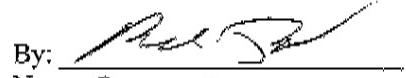
BANKINTER S.A.

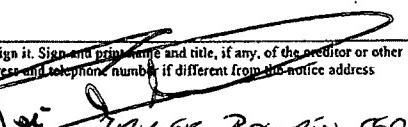
By:   
Name: CARLOS JEREZ  
Title: GENERAL DIRECTOR

  
MIGUEL ANGEL SIERRA  
COMPLIANCE

  
ENRIQUE REDONDO CAVA  
HEAD OF INSTITUTIONAL CUSTOMERS

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:   
  
Name: RONALD TOROK  
Title: Vice President

<b>United States Bankruptcy Court/Southern District of New York</b> Lehman Brothers Holdings Claims Processing Center c/o Epiq Bankruptcy Solutions, LLC FDR Station, P.O. Box 5076 New York, NY 10150-5076		<b>PROOF OF CLAIM</b>	
In Re:  Lehman Brothers Holdings Inc., et al. Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)	Filed: USBC - Southern District of New York Lehman Brothers Holdings Inc., Et Al. 08-13555 (JMP) 0000028150	
Name of Debtor Against Which Claim is Held  Lehman Brothers OTC Derivatives Inc.	Case No. of Debtor  08-13893	 A REPLY ENVELOPE FOR COURT USE ONLY	
<small>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense must be filed pursuant to 11 U.S.C. § 503.</small>			
Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)  *Bankinter Gestión de Activos, S.A. S.G.I.I.C., acting for and on behalf of BK Garantía Cupón Memoria II, FI		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.	<b>NOTICE OF SCHEDULED CLAIM:</b> Your Claim is scheduled by the indicated Debtor as:
Telephone number: 34-91-339-7814 Email Address: eicasuso@bankinter.es		Court Claim Number: _____ <i>(If known)</i>	
Name and address where payment should be sent (if different from above) *see Attachment for Additional Notice Details		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.	
Telephone number: Email Address:		<input type="checkbox"/> Check this box if you are the debtor or trustee in this case.	
<p>1. Amount of Claim as of Date Case Filed: \$ 2,747,331.28 (see Attachment)</p> <p>If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.</p> <p>If all or part of your claim is entitled to priority, complete Item 5.</p> <p>If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9), complete Item 6.</p> <p><input checked="" type="checkbox"/> Check this box if all or part of your claim is based on a Derivative Contract.*</p> <p><input type="checkbox"/> Check this box if all or part of your claim is based on a Guarantee.*</p> <p><b>*IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO <a href="http://www.lehman-claims.com">http://www.lehman-claims.com</a> AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED.</b></p> <p><input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges. Attach itemized statement of interest or charges to this form or on <a href="http://www.lehman-claims.com">http://www.lehman-claims.com</a> if claim is based on a Derivative Contract or Guarantee.</p>			
<p>2. Basis for Claim: Derivative Contract (see Attachment) (See instruction #2 on reverse side.)</p> <p>3. Last four digits of any number by which creditor identifies debtor: _____</p> <p>3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)</p> <p>4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.</p> <p>Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other</p> <p>Describe: _____</p> <p>Value of Property: \$ _____ Annual Interest Rate _____ %</p> <p>Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____</p> <p>Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____</p> <p>6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9): \$ _____ (See instruction #6 on reverse side.)</p> <p>7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.</p> <p>8. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary.</p> <p>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</p> <p>If the documents are not available, please explain:</p>			
Date:  10 Sept.  2009	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. 		
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.			

